

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

Notice of Grant of Security Interest

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|----------------------|----------|----------------|------------------------|
| Fishing Spirit, Inc. | | 06/18/2003 | CORPORATION: WISCONSIN |

RECEIVING PARTY DATA

| | |
|-------------------|--|
| Name: | WACHOVIA BANK, NATIONAL ASSOCIATION, as Administrative Agent |
| Street Address: | 201 S. College Street |
| Internal Address: | CP-8 |
| City: | Charlotte |
| State/Country: | NORTH CAROLINA |
| Postal Code: | 28288-0680 |
| Entity Type: | National Association: UNITED STATES |

PROPERTY NUMBERS Total: 45

| Property Type | Number |
|----------------------|---------|
| Registration Number: | 2447058 |
| Registration Number: | 2296985 |
| Registration Number: | 2365118 |
| Registration Number: | 2413420 |
| Registration Number: | 2297562 |
| Registration Number: | 2291576 |
| Registration Number: | 2278516 |
| Registration Number: | 2212555 |
| Registration Number: | 2244204 |
| Registration Number: | 2128884 |
| Registration Number: | 2127272 |
| | |

TRADEMARK

REEL: 002684 FRAME: 0028

900000982

OP \$1140.00 2447058

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|----------------------|---------|
| Registration Number: | 2035583 |
| Registration Number: | 2162452 |
| Registration Number: | 2080201 |
| Registration Number: | 2062238 |
| Registration Number: | 2068642 |
| Registration Number: | 2107627 |
| Registration Number: | 2072356 |
| Registration Number: | 2072355 |
| Registration Number: | 2103843 |
| Registration Number: | 2018344 |
| Registration Number: | 2018343 |
| Registration Number: | 2024340 |
| Registration Number: | 1960948 |
| Registration Number: | 1967302 |
| Registration Number: | 2000219 |
| Registration Number: | 1967296 |
| Registration Number: | 1970417 |
| Registration Number: | 2039257 |
| Registration Number: | 1893217 |
| Registration Number: | 1877740 |
| Registration Number: | 1670372 |
| Registration Number: | 1632447 |
| Registration Number: | 1525922 |
| Registration Number: | 1504986 |
| Registration Number: | 1504985 |
| Registration Number: | 1523026 |
| Registration Number: | 1440650 |
| Registration Number: | 999759 |
| Registration Number: | 990065 |
| Registration Number: | 947854 |
| Registration Number: | 736335 |
| Registration Number: | 663085 |

| | |
|----------------------|--------|
| Registration Number: | 652011 |
| Registration Number: | 642047 |

CORRESPONDENCE DATA

Fax Number: (919)286-8199

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (919) 286-8122

Email: PTO_TMconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC

Address Line 1: 2200 W. Main Street

Address Line 2: Suite 800

Address Line 4: Durham, NORTH CAROLINA 27705

ATTORNEY DOCKET NUMBER:

512485/001140

NAME OF SUBMITTER:

Steven D. Thomas

Total Attachments: 5

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NOTICE OF
GRANT OF SECURITY INTEREST
IN TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of June 18, 2003 (the "Security Agreement") by and among the Obligors thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, National Association, as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing Lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

| <u>Trademark No.</u> | <u>Description of Trademark</u> | <u>Date of Trademark</u> |
|----------------------|-------------------------------------|--------------------------|
|----------------------|-------------------------------------|--------------------------|

See Schedule 1 attached hereto.

TRADEMARK APPLICATIONS

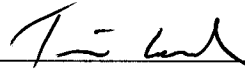
| <u>Trademark Application No.</u> | <u>Description of Trademark Applied For</u> | <u>Date of Trademark Application</u> |
|----------------------------------|---|--|
|----------------------------------|---|--|

See Schedule 1 attached hereto.

The undersigned Obligor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

FISHING SPIRIT, INC.,
a Wisconsin corporation

By: 
Name:
Title:

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: _____
Name: David C. Hauglid
Title: Vice President

The undersigned Obligor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

FISHING SPIRIT, INC.,
a Wisconsin corporation

By: _____
Name:
Title:

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: 
Name: David C. Hauglid
Title: Vice President

Schedule 1

Fishing Spirit (Wisconsin Corporation)

U.S. Trademarks

Registered Marks

| Mark | Registration No. | Registration Date |
|--------------------------------|-------------------------|--------------------------|
| SPIDERLINE | 2447058 | 4/24/01 |
| SPIDERSHAFT | 2296985 | 11/30/99 |
| IMPACT | 2365118 | 7/4/00 |
| TANGLEFREE | 2413420 | 12/19/00 |
| COPPERHEAD | 2297562 | 12/7/99 |
| SLINGSHOT | 2291576 | 11/9/99 |
| REVOLUTION | 2278516 | 9/14/99 |
| JOHNSON LURES | 2212555 | 12/22/98 |
| SUPER MONO | 2244204 | 5/11/99 |
| JOHNSON'S SPRITE | 2128884 | 1/13/98 |
| SPRITE | 2127272 | 1/6/98 |
| SPIDERWIRE | 2035583 | 2/4/97 |
| FEATHERCAST | 2162452 | 6/2/98 |
| ACCUCAST | 2080201 | 7/15/97 |
| EPIC | 2062238 | 5/13/97 |
| JOHNSON'S | 2068642 | 6/10/97 |
| SPIDERMITE | 2107627 | 10/21/97 |
| FUSION | 2072356 | 6/17/97 |
| SPIDERWIRE FUSION | 2072355 | 6/17/97 |
| FUSION | 2103843 | 10/7/97 |
| ZERO GRAVITY | 2018344 | 11/19/96 |
| TRIAD | 2018343 | 11/19/96 |
| SCORPION | 2024340 | 12/17/96 |
| SABRA <NATIVE BORN> | 1960948 | 3/5/96 |
| RIP TIDE and Design | 1967302 | 4/9/96 |
| ORCA | 2000219 | 9/10/96 |
| FULCRUM | 1967296 | 4/9/96 |
| SPIDERCRAFT | 1970417 | 4/23/96 |
| SPIDERWIRE | 2039257 | 2/18/97 |
| S P I D E R W I R E and Design | 1893217 | 5/9/95 |
| Miscellaneous design | 1877740 | 2/7/95 |
| CRAPPIE BUSTER | 1670372 | 12/31/91 |
| EXCELLENCE | 1632447 | 1/22/91 |
| OUTBACK | 1525922 | 2/21/89 |
| ICE 'N STIK (Stylized) | 1504986 | 9/20/88 |
| BRUSH 'N ROD (Stylized) | 1504985 | 9/20/88 |
| HOOK-HONE-R | 1523026 | 1/31/89 |
| SPIDERLINE | 1440650 | 5/26/87 |
| GUIDE | 999759 | 12/17/74 |
| BASS-BUSTER | 990065 | 8/6/74 |
| BEETLE SPIN | 947854 | 11/28/72 |
| SABRA <NATIVE BORN> (BLOCK) | 736335 | 8/21/62 |
| CITATION | 663085 | 6/17/58 |

| Mark | Registration No. | Registration Date |
|------------------------------------|------------------|-------------------|
| CENTURY | 652011 | 9/24/57 |
| JOHNSON'S SILVER MINNOW (Stylized) | 642047 | 2/26/57 |